

1
2 The following is a transcript of a meeting with JAMES
3 R. FISHER (also known as BILL FISHER), JOHN LEWIS and
4 KEVIN DEAN at the law office of LEWIS. FISHER meets
5 LEWIS in the lobby. DEAN is already in the conference
6 room when they arrive.
7 (UI) UNINTELLIGIBLE
8 (PH) PHONETIC
9 BILL FISHER
10 (FISHER):Good morning. I'm here to see John Lewis.
11 FEMALE VOICE:And who are you?
12 FISHER:Bill Fisher.
13 FEMALE VOICE:UI
14 FISHER:Yeah, we're supposed to meet here at 11. Is
15 there a rest room I can use?
16 FEMALE VOICE:UI
17 FISHER:OK.
18 MALE VOICE:UI
19 FISHER:Say what?
20 MALE VOICE:UI
21 (Using rest room)
22 (Flushing commode)
23 FISHER:...are you, John?
24 JOHN LEWIS
25 (LEWIS):How are you?

1 FISHER:Good. Good to see you. I had this, I walked
2 in the door and used the rest room.
3 JOHN LEWIS
4 (LEWIS):Oh.
5 FISHER:Didn't miss anything.
6 LEWIS:UI Bill?
7 FISHER:We're alive that's always a good sign.
8 LEWIS:That's how I always feel.
9 FISHER:That's it.
10 LEWIS:Everyday I wake up and I'm above ground is
11 better than the alternative.
12 FISHER:That's right. (Pause) What were you doing
13 down at the courthouse hearing or...
14 LEWIS:Yeah, I had a TRO hearing.
15 FISHER:OK. Getting a restraining order or fending it
16 off.
17 LEWIS:Getting a restraining order.
18 FISHER:When will you know?
19 LEWIS:Just right here.
20 FISHER:Great. What kinda bond?
21 LEWIS:Actually I got the judge to do a \$500 bond.
22 FISHER:Hey, you can't, can't beat that.
23 LEWIS:We're gonna go to the right.
24 FISHER:Alright.
25 LEWIS:Downstairs.

1 FISHER:Hey, I know you.
2 KEVIN DEAN
3 (DEAN):How you doing?
4 FISHER:Good, how are you?
5 MALE VOICE:UI
6 FISHER:Oh, OK UI.
7 MALE VOICE:UI.
8 LEWIS:Conference room.
9 (Pause)
10 FISHER:I talked to Ron earlier, he said he didn't
11 think Comer was coming today.
12 LEWIS:Nah, he's....
13 FISHER:Had his final treatment or something?
14 LEWIS:Yeah, he's doing ahh, ahh, he has ahhh...
15 FISHER:Brain tumor or something?
16 LEWIS:No prostate.
17 FISHER:Oh, really? That's fairly curable.
18 KEVIN DEAN
19 (DEAN):Yeah, they were doing the radiation treatment.
20 FISHER:OK.
21 DEAN:I guess that's what you call it. They give him
22 these pills. I never heard of it.
23 (A long pause)
24 DEAN:UI
25 (A long pause)

1 DEAN:They said it was gonna rain all day. UI...

2 MALE VOICE:What's that?

3 FISHER:You guys working outside?

4 DEAN:Yeah, we're doing ahh Central Point Church.

5 We're taking that theater over there on Westmoreland

6 and 20?

7 FISHER:Mm-hmmmm.

8 DEAN:Big Cathedral.

9 FISHER:Yeah.

10 DEAN:Doing all the asphalt, concrete work around

11 there.

12 FISHER:Is that a new facility?

13 DEAN:Actually it's ahh, it's a cinema, it was a

14 cinema.

15 FISHER:Right.

16 DEAN:It's a UA Cinema, we're gonna make it a church.

17 FISHER:Interesting. Interesting.

18 LEWIS:I wanted to get you two guys together and see

19 where we are on the project. We got a lot to talk

20 about between you two guys, and ahh, how we move

21 forward...

22 FISHER:Well, I, you know, I had a couple concerns I

23 guess we can jump in you know right away. You know

24 first of all, you know, we, we had some UI the other

25 day 'cause we need to avoid fire drills. You know

1 which is what we had you know, last week. And I know
2 that ahh, you know the vote was coming and you know...
3 MALE VOICE:Yeah.
4 FISHER:The issue for me is I have to have other people
5 involved in it, and the more involved they get other
6 people on short notice then the more difficult it is
7 to answer questions sometimes, so. I'll just give you
8 an example. The, we need to come up with the retainer
9 arrangement for you is in the KDAT letter so, you
10 know, what I really need to try and do is break this
11 out into two pieces for, for my paperwork. Where we
12 have the KDAT contract letter and then we've got
13 whatever retainer letters or agreements that ahh you
14 need on your end. And, of course, that was ahh, you
15 know, I had a hard time explaining that on ahh
16 Wednesday. Ahem, you know, the other concern I've got
17 about it is the, you know, you guys were telling me
18 you know either do it or, you know, it isn't gonna
19 pass. And then we end up getting postponed. You know
20 Ron called me at the end of the day and said you know
21 hey what happened? You know I knew it got postponed
22 only from listening to it (laugh) on the radio on the
23 ahh internet so. Ahh my concern there is you know Ron
24 brought me in here originally I had already had a bad
25 experience with another consultant you know Darren

1 Reagan. Ahem and ahh you know I'm afraid Darren's
2 gonna come and say well I got you postponed so, were
3 y'all able to talk to Don and get him to roll it you
4 know I guess we're being rolled a month?

5 LEWIS:No. My thing is ahh I know how the whole
6 process works, and I'm not going to identify or
7 acknowledge ahh people that I may lobby to help you
8 know,...

9 FISHER:OK.

10 LEWIS:UI...I, I, just don't do that. I, I won't
11 acknowledge, but I know I can get it done. I, I've
12 got assurances that it will be done when you want it,
13 to go through, depending on what you and Kevin are
14 working out on a go forward basis. There are some
15 components of this project that I think this project
16 needs in order to make it more palatable to the City.

17 FISHER:OK.

18 LEWIS:Ahh, I think Kevin can help you with those
19 things, and I will help Kevin through that process..

20 FISHER:OK.

21 LEWIS:You know I'm, I'm not one to take you through
22 anything UI I go, as I like to call, take you through
23 the traditional belt ride. I grew up in the
24 construction business. My dad was a contractor in
25 Louisiana and I know what you're going through. My

1 brother is in New Orleans and I know what you go
2 through to get projects approved. I know you get a
3 lot of "Johnny come lately's" that will tell you I can
4 get this done and I can't get this done, and your
5 project's been held up for how long?
6 FISHER:Several months.
7 LEWIS:Several months. If I didn't think we could help
8 you, I wouldn't be sitting here. I have other things,
9 just like you have other projects to work on. 'Cause
10 if it's gonna go, we need to know. Let's define what
11 we need to do, let's figure out what the relationship
12 is between you and KDAT and what you need to do on a
13 go forward basis. Let's look at some of the
14 modifications or changes that may need to happen on
15 the project to make it work, and let's come to some
16 common ground and move on.
17 FISHER:OK. Well, what, you know, what suggestions on
18 the project are y'all referring to?
19 LEWIS:Well, we UI.
20 DEAN:I'm UI ahem, I was under the impression that Bill
21 was done, and everything was OK the other day. And,
22 to be honest with you, Bill, are we here to do
23 business or are we here to talk? That's what I need
24 to know. 'Cause if we're here to do business, I don't
25 wanta hear about Darren Reagan and I don't wanta hear

1 about none of these other guys. We promise that we
2 deliver and we deliver, but ahh at the end, we
3 couldn't get some things done. We could not get to
4 Bill. So if I'm gonna do business with Bill Fisher
5 then I wanta be able to pick up the phone and talk to
6 Bill Fisher. Not Ron Ferguson, not anyone else
7 because I have someone I have to answer to, which is
8 Comer. And the other day was very unprofessional, but
9 I'm gonna leave that alone because I didn't, I don't
10 have a relationship with you. I wanta build a
11 relationship with you and let you know what I'm about,
12 what John's about and what we trying to do with our
13 organization. If we can do that together, I don't
14 have a problem with it. Ahh the issues I know they
15 can be worked out. We need to know why we, what was
16 the reason why you could not say yes so I can get this
17 done. The deal was done. Everything was done. Darren
18 Reagan had already told me that that was a dead deal
19 with him, he, he was not trying to get anything UI.
20 But Bill you come back and you told us that you sent
21 an attorney in and all this. We don't even want, we
22 don't even care about that...
23 FISHER:Ahh,...
24 DEAN:....we want to get the thing done.
25 FISHER:...I mean I have an attorney that works all my

1 zoning cases,...

2 MALE VOICE:Right.

3 FISHER:Suzanne Kedron, so she's involved all the way
4 through. That's just part of maintaining normalcy in
5 the process so. Ahem she's obvious, she's, she
6 doesn't (stuttering) I don't I think that they go out
7 of their way to say that they don't do any lobbying.

8 DEAN:Right.

9 FISHER:Her job is just ahh...

10 LEWIS:Just a tax...

11 FISHER:Well, no, you know, a lot of just make sure the
12 paperwork's right, understand what the process is.

13 DEAN:The deal was done.

14 FISHER:Ahh...

15 DEAN:I mean, but we just have to get our agreement
16 done.

17 FISHER:Well I understand and that's it the agreement
18 can't, and this, this is my concern about the
19 agreement. I mean this is, you know, we need to work
20 some of the details in the agreement. But too quick,
21 too much money, too fast for me.

22 DEAN:Just, just, just, just tell us that.

23 FISHER:Yeah, and I, I tried to that morning. I just,
24 I tried to tell you that night at 10:00, I mean. For
25 me to come up with \$125,000.00 in 10 hours, ahh, it's

1 just not lying around in some slush fund out there.
2 It has to be accounted for, has to be documented.
3 I've got a whole organization of people and ahh the
4 more outside the norm we are, then the more attention
5 it draws from subordinates. And the more likely it is
6 to create a problem for all of us later on. And I
7 know we don't want that.
8 DEAN:And, and we understood that when you relayed that
9 back. But you asked us, you said can I do this. And
10 I have this in, in 3 what 3 days, 4 days afterwards.
11 We did that. We called and asked you that everything
12 we need to do to get it done, we got it done. And
13 then we got strung out from ahh about 9:00 that
14 morning all the way up until about 3:00. We could not
15 talk to Bill. It was a go between and that's the
16 one....
17 FISHER:Well, somebody was getting through to me; I'm
18 not sure who was calling me. I, I talked to, I talked
19 to Ron and then he passed the phone to John I think is
20 what was going on.
21 DEAN:Bill, and Bill, and that's the thing that we, we
22 should talk about. We are going to iron out those
23 issues. We don't need 3 way calls, we need to be able
24 to talk to Bill and let Bill know what's going on.
25 FISHER:OK.

1 DEAN:What we're trying to do and that's why, when,
2 whenever I do something I make sure that I bring John
3 because Comer has always told me to make sure that I
4 cover my back. And John is taking care of me and what
5 I wanta do is make sure that we put some type of ahh,
6 ahh, ahh discretionary agreement as to where what we
7 talk about here in this office, stays in this office.
8 I don't need Ron to talk to you about what's going on
9 or all of that; it's just between us.

10 FISHER:OK.

11 DEAN:What, remember in the meeting Ron said he will
12 take care of ahh you guys would work out your guys
13 deal and that. We still do the work out on what we're
14 gonna do. And that's the way we want it, and that's
15 the way we have to have it to be honest with you.
16 Because there's a lot of liability here. And I don't
17 want someone to come back one day and say OK well it's
18 all Kevin's fault.

19 FISHER:Well, we need, the smaller circle is here on
20 this, the happier I am with it. There's no question
21 about it. So.

22 DEAN:The circle is right here.

23 FISHER:OK. Alright. And Comer (laugh)

24 DEAN:The circle is right here.

25 FISHER:Alright. The, John you represent KDAT.

1 LEWIS:Correct.

2 DEAN:Right.

3 FISHER:And UI use this your, you normally what their
4 construction contracts and other stuff for them?

5 LEWIS:Right.

6 FISHER:Alright. OK. Ahem well, again, my issue with,
7 with the where that morning was just too quick, too
8 fast for me. I have a partner, I, it just takes me a
9 couple of days to work through. We'll figure out
10 based upon our money commitments and timing how we'll
11 get money to you. I need paperwork back from you on a
12 lot of this stuff. I mean those logistics just were
13 not worked out so.

14 DEAN:Bill, I understand you've been dealing with
15 knuckle heads for the last few months, and you didn't
16 realize that we could get this stuff done that fast
17 and we did.

18 FISHER:Well, I didn't and I wasn't prepared for that.
19 That's the, that's the, that's the issue so.

20 DEAN:I understand it.

21 FISHER:Well, just breaking the agreement out into two
22 pieces. I think the only concern I have, the only
23 issue I have with the KDAT part of the agreement other
24 than just making sure we get all the contracting piece
25 in one agreement separate from anything having to do

1 with the retainers and the expense pass through. Is
2 the percentage of the, ahem, general partners interest
3 in the deals going forward? I mean, you all are
4 looking for 25%, I think in the original proposal, I
5 sent you 10, ah, in the original proposal. I've
6 really never done 25 with anybody. So I've gone as
7 much as 15 as I mentioned with the CHDO or something.
8 Would you all agree to 15 instead of 25?
9 LEWIS:We'll look at it Bill.
10 DEAN:And that's another thing. We don't have any
11 numbers or anything. We haven't been able to, to look
12 at the project or look at what the numbers are on the
13 project or anything.
14 FISHER:OK.
15 DEAN:So I mean we would be agreeing to, to numbers
16 that we haven't even seen so I don't have a problem
17 with adjusting numbers. Can't, couldn't we look at
18 the project as a whole and see...
19 LEWIS:...like on the first project is what we're
20 looking at right now. That's the one that's off of
21 St. Augustine and Bruton Road?
22 FISHER:That's right, Dallas West Village. That's the
23 one, the zoning case.
24 DEAN:Right.
25 LEWIS:That's the one that ah, that we're dealing with

1 right now.

2 FISHER:Right.

3 LEWIS:What is the full value of that project?

4 FISHER:You know frankly I'd have, what I'll do is I'll

5 send you some proformas, but just off the cuff, it's

6 about a 25 million dollar project. It's 250

7 apartments and about 10 to 15 thousand square feet of

8 retail. Ahem the construction piece of it 'cause you

9 know there's a lot of ahh soft costs involved in the

10 project you know bond issuance and some other stuff.

11 I would say the construction contract on that deal

12 would be comparable to Pecan Grove. It'll be about a

13 16 or 17 million dollar general contract. And the

14 flat, the concrete competitor that works usually about

15 15%. And what you'll find is most of the projects

16 that we do are very similar in nature because they're

17 the same size, you know, in certain market areas, and

18 you know, the allowable construction cost are similar,

19 this is all driven by state rule and regulations. So,

20 ahh, but I'll send you a set of numbers on Dallas West

21 Village in an e-mail. John, can I get your e-mail

22 address so I can copy you too?

23 LEWIS:UI

24 FISHER:Great, thanks. Give you one of my cards here

25 too. And I've got yours so.

1 DEAN:Hey, I, I really want to, I mean, I, I'm telling
2 you Bill I'm chomping at the bit, 'cause I'm excited
3 about working with you. And I want to show you that
4 we can get some things done. And we're not, we're not
5 gonna b-s you, and just try to, ahh, string it out or
6 anything, and I know what you would say to UI. And I
7 understand that, but our whole deal is to get it done
8 as quickly as possible. Put some confidence.

9 FISHER:I, I know and I, I appreciate that and I don't
10 wanta undermine that effort at all. What ahh, you
11 know, again I'm a little nervous about Don. I mean we
12 should talk about that and I'm not sure where your
13 relationship stems from Don, but as Kevin was alluding
14 to. I've worked with other people and I've paid ahh
15 consulting fees ahh to other people for it, and
16 frankly people who are clearly, you know, where Don
17 was clearly responding to their request for
18 instructions. But the ultimate result is I'm not
19 across the finish line on it. Even though Don has met
20 with me before and said look I like your land use and
21 I'm gonna pass your case. So I'm concerned about
22 frankly Don letting us down. So, ahem your experience
23 working with Don is, is...

24 LEWIS:I've never had, I've never had an issue with him
25 where once we've sat down and we've gone through it,

1 and we've come to an agreement and I've gotten his
2 word, he's never gone back on it. And, I've known him
3 for over 15 years.

4 FISHER:And you and Don went to law school together or
5 something? You all, do you all work together I mean
6 do you....

7 LEWIS:I've worked with him in the past.

8 FISHER:Oh the lawyering?

9 LEWIS:Yes.

10 FISHER:OK.

11 LEWIS:I've been on, on the other side of cases with
12 him; I've been on the same side with him. But I've
13 known him for over 15 years...

14 FISHER:Don's I guess landed over at ahh another law
15 firm here recently ahh, Barr and Associates. The
16 mayor's law firm as it's referred to.

17 (Laughter)

18 FISHER:So. ahem I just know he'd moved around a lot.
19 That's yeah, I just wanted to make sure you guys had a
20 working relationship. So, I'll send you numbers, I'm
21 not really uncomfortable with the KDAT agreement as
22 we've got it. We talked about 4 you know getting the,
23 you know, right of first refusal on the concrete work
24 for two, two, the two jobs that are up in San Antonio,
25 Pecan Grove and Dallas West Village. Ahh, you'd get a

1 share of the GP interest developer fee, etc. on Dallas
2 West. You'd asked for 25, I'd offered 10 originally.
3 I'm saying 15 and I'll send you the proformas on it,
4 and if you have a problem we can, we can address that
5 issue. And I'll send the financial projections to
6 both you guys. Ahem, you know we need to break the
7 retainer agreement out from under KDAT's agreement
8 'cause it looks like the retainer's going to KDAT and
9 it's not. And this is an area I'm really concerned
10 about 'cause I, I think that ahh we need to be careful
11 about how we paper it up. If we paper it up
12 correctly, I think we'll be much better protected in
13 the long run. So what were your ideas on, on doing
14 that? Walk, walk me through how you're gonna bill me,
15 with, you know, retainer agreements ahh...
16 LEWIS:I think you're gonna need my help more so than
17 just getting this initial thing passed.
18 FISHER:Right.
19 LEWIS:You may need assistance on some of your
20 contracting...
21 FISHER:OK.
22 LEWIS:I'll make sure that those things are handled as
23 the project goes on.
24 FISHER:Alright.
25 LEWIS:Ahh, you will retain me and my law firm to,

1 retain us to handle things in conjunction with...

2 FISHER:OK.

3 LEWIS:I don't know if you use your existing law firm

4 other than zoning, or how you use them... I'd help you

5 UI...

6 FISHER:No typically not. That's...

7 LEWIS:Once we, once we get past the zoning issues, you

8 pretty much have everything you need.

9 FISHER:That's right. I mean then if we, you know,

10 subcontracts and stuff get reviewed by attorneys, etc.

11 so. Ahem so I, we've, you know we talked about, we

12 have 4 projects and at one point we talk about 5

13 projects. Don's number is 250? So do we break it up

14 among 4 projects or, or count on a fifth one coming?

15 LEWIS:I prefer to say it's not Don's number.

16 FISHER:OK.

17 LEWIS:Technically, he never asked me for anything. He

18 doesn't ask me for anything. But I, I just don't like

19 using that kind of answer. You know what I mean, you

20 understand?

21 FISHER:Yeah, I mean ahh, you know, alright.

22 (Laughing)

23 LEWIS:Ahh, I think that we look at all 4 projects?

24 You want to make it over 5 projects? 4 projects?

25 FISHER:Well, he originally I think was under the

1 impression there were 5 'cause we have 3 in San
2 Antonio. But one's already started so ahem there's
3 only, we only are working on 4 projects now.
4 LEWIS:4 projects.
5 FISHER:Pecan, two in San....
6 DEAN:Other projects in the works?
7 FISHER:Of course, I do. I always have projects in the
8 works.
9 DEAN:UI
10 FISHER:Yeah. So.
11 LEWIS:What, what were you thinking Bill? I know at
12 one time we've had some mis-communication on what was
13 going to be allocated and how it was going to be
14 allocated.
15 FISHER:Well, you know frankly I'm open. I'm just
16 sensitive to how it ahh, how the expense is
17 characterized, how the paperwork and invoicing comes
18 because I ultimately have to draw it out of a budget
19 for a tax exempt bond project, and it has to fit
20 somewhere. And go through accounting and, you know,
21 other reviews within the budget without you know
22 raising a lot of scrutiny. Ahem, you know, maybe the
23 first thing we should cover again, you know, when I
24 first talked to Comer you know Comer was thinking you
25 know 10 or 15 ahh per ahh project I think for Don and

1 the numbers gone up.

2 DEAN:Comer, he didn't say 10 or 15.

3 FISHER:Well I mean that was like he was, well he,

4 he...

5 DEAN:He said he could get it taken care of. That,

6 that was it.

7 FISHER:Well, I thought that was what gave rise to ahh

8 Venita saying she'd take the difference. Remember

9 (laugh)

10 DEAN:UI...

11 FISHER:Go ahead, take that if you need to.

12 DEAN:That, that, that's what she kicked out. And the

13 agreement was we talked, you told me to budget 50.

14 FISHER:Well, no I felt like 50 for the whole shabang,

15 not 250.

16 DEAN:UI but, but he surprised at that, and that's when

17 I went in...

18 FISHER:Well, I'm sorry that there's a mis-communic...

19 DEAN:UI

20 FISHER:And, and, and I'm not saying I won't do 250, I

21 just wanta make sure that it's all necessary. And

22 ahh, ahh John and I had talked about this last

23 night...

24 DEAN:But, the problem is, it's necessary now because

25 we were slapped in the face. And now it's a little

1 hard for us to go back and, and undo what we did
2 because of what...
3 LEWIS:He was mixed up on whether not he could have
4 gone last week, this week, or next week.
5 FISHER:OK.
6 LEWIS:So now we gotta go back...
7 DEAN:Not really UI...He....
8 FISHER:Well, it's actually May 11th now. And so we've
9 got some time here to make sure we got everything ahh
10 papered up and (stuttering) I'll give a retainer here
11 just as soon as we are in shape to do it so we don't
12 have to worry about that before the, the case comes.
13 LEWIS:With your, with your, with your experience, what
14 is the best way to get this funded?
15 FISHER:Well, I mean if, if, you know, based upon the,
16 the original letter, if I had a retainer agreement
17 with your firm, which is what I expected that was
18 referencing, and you know, a specific scope of work in
19 the retainer agreement and then you sent me an invoice
20 for each project ahem for that amount, and we, you and
21 I just agree to what the timing is going to be as that
22 money flows. Ahem when the various retainers will
23 come in and go up, then that's something that is, I
24 can process more effectively in my accounting group.
25 So really all we have is 4 files is what we're saying.

1 Now the originally...

2 LEWIS:Was 5 projects.

3 FISHER:Right. Yeah.

4 DEAN:Well, can we keep that at 5? Just naming, a

5 future deal to be named?

6 FISHER:Ahem, (sigh) (Pause) The only concern I have

7 there is that if the project isn't coming up, and you

8 all need the money for the retainer ahem...

9 DEAN:Well no I mean...

10 LEWIS:Make it contingent upon the project...

11 FISHER:OK. Alright. Alright.

12 LEWIS:The next project there, you know? You will

13 initiate...

14 DEAN:Right.

15 LEWIS:...you say that you want...

16 DEAN:Because I can't go back and change it again. I

17 mean...

18 FISHER:Well no you have your number agreed to. I

19 understand that. But, we just need now, we just need

20 to talk about when.

21 DEAN:Right.

22 FISHER:OK so...

23 LEWIS:Well, what works on timing.

24 FISHER:Well, what works on timing is I can do 50 here

25 you know before the vote. I would like some kind of,

1 what I'd like Don to do in the interim is somewhere
2 between now and when I pay, let's say the 1st of May.
3 Just use that for an example they tell Suzanne who's
4 my regular zoning lawyer that we're, we're set and
5 ready to go. And then I'll pay 50; the initial 50.
6 And once the case is passed then I'll enter into a
7 process of trying to close this financing out. I
8 would ahh, I would have the other 3 retainers say 75
9 days out? And then the fifth one just as soon as we
10 add a ahh known project. So if we, if we, if we do
11 our first one on May 1st, the case passes on the 11th,
12 75 days let's call it the first of August, the other
13 150 would be paid then, 50 each on the 3 files. And
14 then we'd have the fifth one out there that would
15 depend on you know again I've got a project that's
16 coming in August, timing might be great; but that
17 would be contingent on that schedule. I have a
18 project in Houston right now that's scheduled to close
19 in August. So that could be our fifth one
20 potentially.

21 DEAN:So ahh West Village are you using tax credits?
22 FISHER:No, I'm not, I'm gonna use, I'm gonna use ahh
23 mixed income, I've already talked to Don about this.
24 This'll be a tax exempt bond mixed income, mixed use
25 financing. There will be some affordable housing

1 units, but only a small portion.

2 DEAN:I'll tell you another thing. In my discussions
3 with Don, one of his concerns was the community
4 development piece.

5 FISHER:One of Don's concerns? What, was that, I
6 thought this was why you, you all's involvement on
7 the...

8 DEAN:Well yeah I know, but that's one of the reason
9 why he wanted to OK that, because the community
10 development piece. We would assure him that these
11 things will get done.

12 FISHER:No, it'll be, we'll, you know, we'll I intend
13 to sign a binding agreement with you...

14 DEAN:Right.

15 FISHER:...that will obligate that.

16 DEAN:On the retail site, ahem what agreement do you
17 have for retail?

18 FISHER:Well, you know, frankly the retail has been
19 just a way to get to the housing piece for me.

20 DEAN:Right.

21 FISHER:The downstairs of the buildings that face
22 Bruton, here's the, this is ahh, here's how, here's
23 how the site goes.

24 DEAN:That's another thing, we need to know how it's
25 gonna be structured and how you are going to build on

1 it.

2 FISHER:Right.

3 DEAN:And I think you already know this, but we

4 couldn't explain and that was one of the things that

5 left us stuck in, in the meeting was that....

6 FISHER:How it's gonna be configured?

7 DEAN:Yeah, like...

8 FISHER:Well, I have, he's seen pictures of ahh what

9 it's gonna look like so.

10 DEAN:OK.

11 FISHER:And that's actually attached to my agreement

12 with the neighborhood and I'll include that ahh...

13 DEAN:We had, in other words Bill we had bullshit out

14 of what you got.

15 FISHER:Alright.

16 DEAN:(Laughing)

17 FISHER:Well part of the problem with Don is he wants a

18 finished product when I can no longer spend money in

19 his district on a finished product. See I already did

20 that with him last year it cost me nearly a million

21 dollars. I mean I had a piece tied up, put a lot of

22 non-refundable earnest money up. I did complete

23 engineering, topo's, Geotech, had complete subdivision

24 plans, was working on architectural plans for the town

25 house pieces and everything else. And then got shut

1 out, so that's why I've had to kinda take it in steps
2 with...

3 LEWIS:OK...

4 FISHER:...Don here ahh, but I have pictures of what is
5 in my agreement with the ahh neighborhood associates
6 right, right around me so and I'll include that in an
7 e-mail as well.

8 LEWIS:Yes and I certainly appreciate it.

9 FISHER:I will. I'll improve that ahh it's PDF as
10 well. So these buildings, I mean are, you're familiar
11 with West Village, the Mockingbird Station? It's,
12 it's similar concept with the ground floor as flex
13 space, office or retail.

14 MALE VOICE:Mm-hmmm.

15 FISHER:And the upper floors are housing. And you know
16 you enter into the retail from the front side of the
17 building and the access to housing from....

18 MALE VOICE:From the rear.

19 FISHER:...from the rear or from a parking ahh deck.

20 Ahh my agreement with the neighbors are the buildings
21 up front here on Bruton and St. Augustine you know
22 obviously we'll try and get as many up here as we can.
23 This is where the ground floors are all retail. Three
24 stories above the retail is housing. And then all of
25 the buildings back here will only be three stories.

1 MALE VOICE:Yes.

2 FISHER:Alright these are in essence 4 story buildings

3 total. One of retail or commercial and then the rest

4 housing. And so that's the configuration of the site,

5 and then the parking is primarily there in the middle.

6 LEWIS:I think those after UI you stop before...

7 FISHER:You know I mean this is neighborhood retail

8 ahem this is you know the Laundromat, the coffee shop,

9 the book store ahem...

10 DEAN:Which is what's really needed in that area.

11 LEWIS:Are we looking to try to attract a Starbucks?

12 Or...

13 FISHER:That would be fantastic. I mean we...

14 LEWIS:UI...

15 FISHER:...just so you, just so you know what I've told

16 Don. I'd tell you the same thing. I'd give the space

17 away for free...

18 MALE VOICE:UI

19 FISHER:...if I can get them in there. When I say

20 free, they just have to finish it out and pay the

21 light bill and the taxes. That's all you know. We

22 don't, my investor doesn't ahh consider the retail in

23 anything other than a potential drag on the project.

24 He's not gonna credit me for any rent, the bond

25 financing. If I had the whole thing pre-leased, they

1 wouldn't credit any money for the leased retail space
2 because they're housing investors.

3 LEWIS:OK. That's one of the things that I would like
4 to make sure that I assist you, because UI private
5 group is to get commitments from companies like that.

6 FISHER:OK.

7 LEWIS:To be in the space.

8 FISHER:Will you, will you include that as part of your
9 work in the retainer agreement or is that just
10 something you guys will work on together? As per your
11 15% piece of the deal?

12 DEAN:UI...you, we will get it done.

13 LEWIS:We'll get it done because to me 'cause that's
14 what that makes that project attractive to me. I, I
15 like the concept of what you have, I like what you're
16 doing, but the thing that will make it work for you,
17 if we can make UI we can and retail down there... 2 or
18 3, make it a year... convenience stores and stuff down
19 there.. or 2 years. We want to build an institution.

20 FISHER:They just change ownerships though.

21 LEWIS:Right.

22 DEAN:Right. And I'd, I'd like to say we need to work
23 together on that.

24 FISHER:Right.

25 DEAN:Because, like you said, you're not really

1 interested in it, but if we work together, we can, we
2 can play on that and we can play on the community
3 piece...
4 LEWIS:And we need to get that done, to get that done.
5 You know I'd like, you know, I'd like to UI done.
6 FISHER:That'll be great.
7 LEWIS:And you know, there are some things that we can
8 do to help...
9 FISHER:A UPS store, any of that, so, some national...
10 LEWIS:Right.
11 FISHER:...retailer taking some space, well we can
12 certainly make it cost effective for them because the
13 housing will carry most of this.
14 LEWIS:Exactly. And, and I'm glad to hear it. That's
15 the kind of components that, when we pull, pull that
16 together, it's a no brainer. It'll make your project
17 a lot easier to get passed.
18 FISHER:OK.
19 (Pause)
20 LEWIS:When you talk about the scope of the work on
21 retainer... what are some other things?
22 FISHER:Well, do you just need to make sure your
23 invoice me I mean for ahh, the retainer, be as
24 specific as possible. Since it's a retainer, then
25 over time how would you normally bill out a retainer?

1 Would you normally send the client a bill?

2 LEWIS:I always send out my clients bill at the end of
3 the month.

4 FISHER:To just bring, to burn the retainer off?

5 LEWIS:Yeah, to show 'em the, here's the work we're
6 doing for them on their behalf...

7 FISHER:OK.

8 LEWIS:...and they, they are being billed out and that
9 way UI...

10 FISHER:OK. Alright. The, you know, obviously, again,
11 I'm just concerned about not getting ahh, you know,
12 (laugh) getting caught here so, the, the issue with
13 Don. You know? Tell me how you and Don work together
14 on the file, I mean, tell me how we do this so that
15 Don doesn't get in trouble and I don't get in trouble.

16 LEWIS:No, Don's not gonna work on this file.

17 FISHER:OK.

18 LEWIS:We're gonna work on this file on behalf of KDAT.

19 FISHER:OK.

20 LEWIS:And we facilitate things with Don for KDAT. The
21 relationship between KDAT and Odyssey is what's
22 important to me.

23 FISHER:OK. Alright.

24 LEWIS:And developing that relationship and I hope it
25 goes beyond the five projects. And a good working

1 relationship (cleared his throat) excuse me, they've
2 got a good working relationship, you gotta take care
3 of that. I'm not worried about, you know, Don
4 officially and where he is now, not, he's not asking
5 you for anything.
6 (Knocking sound)
7 LEWIS:He wants to make sure this project is a good
8 project for the neighborhood, is a good project not
9 only for you as the developer, because it doesn't make
10 any sense that it makes money if it's not good for
11 anybody. And I think that the project is viable, we
12 are going to make it work, you'll get, you'll get that
13 acknowledgment that you need before the payment
14 because you're gonna work on this piece so I can get
15 that additional information that I need, I'll do a
16 scope letter to you. I'll start working on it,
17 working with KDAT and working with the non-profit arm
18 and make sure that the retail development and the
19 community development piece of this is going along
20 smoothly so you can see what we agreed...
21 FISHER:OK.
22 DEAN:We need to get some ideas of what they already
23 have UI.
24 LEWIS:Do you have any retail space commitments or?
25 FISHER:Not at all. Haven't even solicited them.

1 Again, one step at a time.

2 LEWIS:OK.

3 FISHER:I need to, to get the thing zoned according to

4 you know all sources I wasn't, you know, I was, I

5 considered the project dead, and back in March when I

6 first met with Kevin and Ron so.

7 DEAN:It was dead. (Laughing)

8 FISHER:I understand that. You know just, I hate,

9 don't wanta beat a dead horse on the 250, but I really

10 don't wanta spend 250 if I don't have to. So...

11 LEWIS:And I understand, Bill. My relationship with my

12 clients are not short term, and I hope that, after

13 you've worked with me on a few of these projects

14 you'll see that it is not just a short term

15 relationship we do.

16 DEAN:We have some other things that we wanta bring to

17 the table, but we need to feel warm and fuzzy with you

18 guys to show you that what you're doing is great, and

19 you're making a lot of money. But we have some other

20 opportunities that we just don't know how to put

21 together that Bill Fisher can put together.

22 FISHER:Well, that, certainly that's as I ahh mentioned

23 to you on was our first meeting we did our first

24 project with Carlton Construction, you know Prentiss

25 Gary...

1 DEAN:Mm-hmmm.

2 FISHER:...back in ahh, oh I, wanta say ahh 2003 and
3 you know we used, Prentiss was not the low bidder on
4 our ahh deal, he was about \$350,000.00 higher than
5 ICI, but he got the work 'cause he was local and he
6 was African American. This was a project that was in
7 Councilman Fantroy's district.

8 MALE VOICE:Mm-hmmm.

9 FISHER:Ahh over by Charlton Methodist Hospital. And
10 you know Carlton did a great job for us. They started
11 right on time, they, the deal was substantially done
12 really in about 9 months. I mean they were done way
13 ahead of time. We got a lot of buildings early which
14 is good for what we do. And you know, you know,
15 frankly Carlton had to turn away work that we had for
16 them here in the last 60 days. They're doing 4 ahh
17 prime sub jobs for us. Ahem and couldn't take the
18 fifth because they have a limited amount of bonding
19 capacity. So and this is what I told you guys, if
20 y'all will do a good job, and you know certainly add
21 value by bringing these projects either to us or
22 helping us get them approved, and we'll wear you out.

23 DEAN:Oh no, we'll wear you out because we have some
24 stuff working that's on the table right now.

25 FISHER:OK.

1 DEAN:I mean what you're doing I mean it, it falls
2 right in line beside, beside mine.

3 FISHER:OK. Well you know, again, I, I'm concerned
4 about you know again I've worked with ahh you know
5 Darren Reagan and some of these other folks I mean I
6 know Don is expecting some, some pass through here and
7 that's, you know, we'll leave it at that. The, you
8 know, I understood that the 250 is not going where,
9 among the parties here.

10 DEAN:No, you said, you said the right thing. You work
11 with Don, ah Darren Reagan...

12 FISHER:Right.

13 DEAN:We're not working for Darren Reagan.

14 FISHER:I understand.

15 DEAN:This is totally separate entity ahh, we're not
16 trying to do those things that other people used to
17 do.

18 FISHER:OK.

19 DEAN:We're not trying to, we're not trying to put you
20 in a position where, you pay me to do work which
21 doesn't get done.

22 FISHER:Well, and I don't mind, you know again, I don't
23 mind paying as long as we get the results I mean, you
24 know. My whole pitch was, you know, I, I don't mind
25 paying, but I want, you know, I mean I view it as

1 insurance. And so if this is buying the assurance of
2 the councilman that's gonna pass our deal, then we can
3 go forward with it. I mean that's really you know,
4 Bryan Potashnik and some of the others have kinda made
5 it a cost of doing business and we ahh you know have
6 ahh....

7 DEAN:'Cause we don't know what they're doing, we just
8 know that, John, you're retaining his services and we
9 just get it done.

10 FISHER:Well, again, I just, again, I'm a little
11 concerned about making sure that he papers it up in a
12 manner that doesn't come back to haunt us all so. You
13 and I can have good paperwork with him in the form of
14 retainers and billings and everything else, but then
15 ultimately he and Don's affairs have to be in good
16 order so. That we don't get into ahh, you know.

17 LEWIS:Trouble.

18 FISHER:Don's had tax issues and usually most of these
19 things come up because of you know tax audits or
20 something so. Ahh...

21 LEWIS:Ahh, don't worry about that. We'll take care of
22 whatever we need to take care of to make sure that
23 this project is successful. The assurances we need to
24 make the projects go forward, the projects move
25 forward. The biggest part of this UI is that we got,

1 take a look at it. What we're doing the projects,
2 what are we doing on the community development side...
3 what we do on fostering that relationship with the
4 community, make that magic... gonna have, take for
5 instance people don't want a UI. UI getting a long
6 term management of this, you can get something. How
7 long do y'all plan on holding onto this site?

8 FISHER:15 years.

9 LEWIS:15 years.

10 FISHER:And we're, we're not merchant builders. We our
11 investors and the way these things are structured ahh
12 want their bonds outstanding for at least 15 years
13 beyond the construction period which is at least 24
14 months, usually allow 36 so. Two years to build and
15 lease it up and stabilize it another year if you need
16 it, and then 15 years for primary bond period. UI
17 since the bond's got a permanent loan.

18 (Pause)

19 DEAN:Ahem, so the community development piece. How
20 have you done that before? As far as ?

21 FISHER:As far as...

22 DEAN:When does that non-profit leave that property?

23 FISHER:Leave it?

24 DEAN:Mm-hmmm.

25 FISHER:They never do. They're generally, in order for

1 the, in order for the partnership to enjoy the
2 property tax exemption and the ahem sales tax
3 exemption, the non-profit has to own 100% of the
4 general partner.
5 DEAN:OK.
6 FISHER:So ahh, there's some legal structuring with the
7 non-profit. That's why I was putting in the agreement
8 you know they've gotta meet these requirements, but
9 ahh one of the structure requirements is in order for
10 it to be considered a partnership that can avail
11 themselves to the CHDO exemption, the general partner
12 has to be 100% owned by a non-profit, which in this
13 case would be your CDC.
14 DEAN:Good.
15 FISHER:They're gonna have to get their CHDO exemption.
16 UI that that's usually board configuration, then
17 adding an intent to...
18 DEAN:See what I was...
19 FISHER:...foster affordable housing.
20 DEAN:See what we need to do is get his ahh, to get
21 our, let him take a look at our articles about ahh...
22 FISHER:Yeah.
23 DEAN:UI...
24 FISHER:You need to apply with the city for your CHDO
25 exemption. That's right.

1 DEAN:UI.

2 FISHER:And so then, and so every year that you expect
3 to be property tax exempt so the non-profit would be
4 in all the way 'til the...

5 DEAN:OK.

6 FISHER:...property was sold or refinanced.

7 DEAN:OK. Ahh...

8 FISHER:Ahem.

9 LEWIS:The general partner is the non-profit, well what
10 percentage, 15%? The non-profit, that'd be the CDC.

11 DEAN:That would be 15 too, right?

12 FISHER:Yeah, 15% of the developer fee's cash flow and
13 residual value on the sale. And y'all were looking
14 for 25%.

15 (Pause)

16 FISHER:(Yawn) Here's how the project works, is, you
17 know, half the cash flow after debt service goes to
18 the general partner. And when the property's sold,
19 the investor doesn't recoup much of their equity.

20 It's normally, the profit is determined as the split
21 above the debt plus the exit taxes. So their should
22 be substantial residual value at the end. It's
23 generally realized by refinancing the property. Maybe
24 in year 14 to take the proceeds out as you know, as
25 financing proceeds. And then there's a partnership

1 agreement between the general partner and limited
2 partners and development entities that ahh make all
3 these things specific to the project. So for me it
4 kinda come, coming forward to your retainer, I need to
5 put your retainers on these, in these development
6 budgets as line items for legal services or legal and
7 consulting combined. And then your paperwork needs to
8 dove tail into whatever you're breaking that down. If
9 it's half legal services, half consulting you just
10 need to tell me in your retainer letter how you're
11 characterizing it. Ahem, and then each bill that you
12 send to burn it off, whether you send one or five, ahh
13 needs to you know burn off the retainer and give us
14 similar kind of allocation between the two.

15 (Pause)

16 DEAN:... 15% developer fee to the CDC, 15% of
17 developer fee?

18 FISHER:Developer fee, cash flow and residual value.

19 LEWIS:Ahh, the cash flow...

20 FISHER:If there's cash flow after the payment of debt
21 service, it's normally divided half between the
22 general partner and half between the limited partners
23 without regard to return of their equity. So in year
24 two of stabilized occupancy, if there's \$100,000.00
25 available to distribute with a non-profit general

1 partner, half would go to the general partner and half
2 would go to the limited partner and so 15% of that 50%
3 would belong to the CDC. So it's not a ton, I mean,
4 in \$100,000.00 distribution 50 would come off, 15% of
5 50 would be 7500 bucks and then 42500 would go to the
6 developer. And then of course you guys are getting
7 the ahh concrete work. There's a reference to
8 excavation so I'm let, you got excavation and concrete
9 work. Is that just to, that's excavation related to
10 the set up of the pads and the ahh...

11 DEAN:Yes.

12 FISHER:...OK, right. I just wanted to make sure it
13 wasn't the utility work or something...

14 DEAN:No.

15 FISHER:...OK. I, I didn't think so.

16 LEWIS:UI, but if you could clean that up...

17 DEAN:UI.....

18 FISHER:OK. Alright. So the five files are on Pecan
19 Grove, Dallas West Village which is the one, the
20 project we're working on.

21 LEWIS:Mm-hmmm.

22 FISHER:Port Royal Homes and Mission Del Rio, and
23 that's the Dallas, Dallas, San Antonio, San Antonio
24 and then...

25 LEWIS:Where's the other one?

1 FISHER:There's, I've got one in Houston coming called
2 Mesa Homes.
3 LEWIS:Mesa?
4 FISHER:Mesa Homes, yeah.
5 LEWIS:OK.
6 DEAN:How are you coming on Pecan Grove?
7 FISHER:Just working on getting permits. Probably
8 about 3 weeks away from getting a final permit. Early
9 release, something like that. We're about ready to
10 ahh pull a permit on Port Royal, we're still probably
11 60 days away on Mission Del Rio. And then you know
12 once we get a document done and signed, then you'll
13 get Don to call Suzanne and then I'll make my first
14 \$50,000.00 retainer payment on West Village?
15 LEWIS:Sure.
16 FISHER:OK. And then we'll do the other 3 files in
17 'bout 75 days after the zoning case passes. And then
18 the fifth one when Mesa closes or, you know, put an
19 outside date in there if you need to.
20 DEAN:We need a retainer letter for John. We need to
21 re-do that agreement? Break the two...
22 FISHER:You need to break the two out that's right.
23 The only change I had was the 15, you all haven't
24 really agreed to that; but that's I'll send you a
25 proforma...

1 DEAN:Well we wanta look at the paper, yeah.

2 FISHER:Right, that's right. I'll send you the, the

3 proforma and then he'll handle all this retainer stuff

4 with his law firm.

5 (Pause)

6 FISHER:The reason I was asking about whether you and

7 Don had done any legal work together is, that just

8 seemed like maybe a you know one way to do it with him

9 where you know, a, again...

10 DEAN:Bill? This is not a problem.

11 FISHER:OK. Alright, well, you know again I'm a

12 little, a little concerned about it.

13 LEWIS:That, that'll be trusting us. That, you already

14 said that you're not breaking anything out,doing

15 anything like that.

16 FISHER:OK. Alright.

17 LEWIS:I think we really need a non-disclosure

18 agreement UI... How we structure this transaction,

19 your percentages and everything else in the

20 transaction...

21 DEAN:See, I mean, would you agree to that?

22 FISHER:Sure.

23 DEAN:Because we really wanta keep this...

24 FISHER:Confidentiality provision?

25 DEAN:Yes. UI I mean hey, Ron's office will tell you

1 I love Ron to death. But business is business, nobody
2 needs to know what the numbers are or anything like
3 that.
4 FISHER:I have no problem.
5 DEAN:Because I'm working with Bill. And I don't know
6 what's going on between T&L and what you guys are
7 doing, you guys are trying or whatever, I just know
8 that hey I wanta do some work. 'Cause that's how I
9 make my money. And, right now I'm losing money.
10 FISHER:OK.
11 DEAN:'Cause I can't get it cranked up. (Laugh) So I,
12 I want to get this deal done...
13 FISHER:So you can get some work and get going.
14 DEAN:That's it.
15 FISHER:OK.
16 DEAN:And then I wanta, I wanta be able to, to be
17 mentored by you, because in turn we wanta come back
18 and return the favor. Because we know we can get
19 jobs. We just haven't had a great mind like you...
20 FISHER:Well, I mean all I, all I'm good at doing
21 (laughing) is getting the projects approved and
22 financed. So ahem...
23 DEAN:You can get it done and, and once, once we get
24 all this stuff signed and everything else signed, I'm
25 gonna bring every bit and lay it on the table. And

1 you're gonna go wow. We can make some money here.

2 FISHER:Alright.

3 DEAN:I just, I'm one guy and I can't do everything UI

4 I had resources. And I, that is where Comer and other

5 people want to help...

6 FISHER:OK.

7 DEAN:I need Bill Fisher more than Bill Fisher need me.

8 FISHER:Well, I'm not getting anything done out there

9 so I'm not sure that's true so.

10 DEAN:No.

11 FISHER:Ahem, ahh frankly I'd really writ, really

12 written off him and that's I think that's the basis of

13 all good opportunities is everybody you know adding

14 value.

15 DEAN:Well, we're pooling our resources, the one thing

16 about me I'm very closed mouth. I don't like for a

17 lot of people to know what I'm doing or how I'm doing

18 it. We just go out and get it done. And you'll see

19 that I can keep a closed lip and I'm not gonna go out

20 and tell them what we're doing, how we're getting it

21 done UI.

22 LEWIS:Huh?

23 DEAN:Because that's why we work so good together.

24 We're able to do some things that other people can't

25 get it done.

1 FISHER:Well, I hope that's true. The issue with,
2 kinda back to Darren Reagan and BSEAT I mean he gave
3 me a letter here I wanta make sure that you guys saw
4 here back in March when we kinda parted ways here.
5 Ahem...

6 DEAN:Well, he said it's dead.

7 FISHER:Well, basically he said ahh, you know, we've
8 informed all the interested parties of your decision
9 to withdraw Dallas West Village, at that time my
10 contract was up. Ahh however should you reconsider
11 your withdrawal please know that the terms and
12 conditions of previous outlay must be met and in place
13 in order to move forward so. You guys can keep a copy
14 of that so that's why I'm, I'm concerned about it. I
15 don't want Darren pitching up at the end of the day
16 with a invoice or something for me so. As long as
17 he's not involved here, I'm not concerned about it.

18 DEAN:UI...

19 FISHER:And the issue I had with him was that they
20 weren't getting, I mean, when he wasn't happy and he
21 wanted to postpone the deal, it got postponed and when
22 we needed to pass P&Z, it passed that day. Ahh the,
23 the problem with Darren was he has a skewed view of
24 how much money is available in these projects and how
25 it flows out of the projects so. Ahem we have an

1 agreement frankly that I would have been, this not too
2 dissimilar than this one. Ahh, but then it changed.
3 He has to have a new agreement, and a different
4 agreement and more money and you know and I can't do
5 business with a moving target.
6 DEAN:No. Hmmm. Once we look at your proformas UI,
7 you know, the reason I asked it.
8 FISHER:Well, you know I can, we make all the
9 guarantees and do the UI that, that's you know but
10 ahh...
11 DEAN:We're actually performing work...
12 FISHER:That's right.
13 DEAN:...on your projects.
14 FISHER:Right.
15 DEAN:Whereas I don't know if that's what you was doing
16 or what, but we called you and what'd he say John?
17 LEWIS:He had no interest in this at all.
18 FISHER:I'll take that. Be sure and write that down
19 (laughing) 'cause you know how it is when a project
20 gets going sometime. Everybody that's written it off
21 suddenly had some key hand in it.
22 LEWIS:Yeah, I asked him 'cause I asked him what
23 agreements, ahh, that was made between you and him on
24 this project that we needed know and he said no.
25 FISHER:Good.

1 LEWIS:And because I wanted to know before we, before I
2 even got involved.

3 FISHER:Well that's good, 'cause I had agreements with
4 him and then it was like well I gotta have mentioned
5 to follow the amendments and everything or was
6 designed to change the agreements that we had and ahh
7 I just don't do business that way so. And I had
8 already given him a bunch of money so, ahem it wasn't
9 the money, it was the moving target so.

10 LEWIS:I wanta say time will tell and I told, if I told
11 you something I'm gonna do something, I'm gonna get it
12 done. If I tell you I'm not gonna do it, I'm not
13 gonna do it. And once we make an agreement and we
14 come to an agreement, good better or not, I don't re-
15 negotiate my deal. My deal is my deal.

16 FISHER:Alright.

17 LEWIS:I just move on. If I had made a bad deal, then
18 I make it up the next deal. You know? But I'm not
19 gonna come back once I give you my word that we're
20 gonna do something a certain way, and oh, now, it,
21 it's changed it's more than that. That's not gonna...

22 FISHER:So 250's enough? That covers all the expenses
23 and ahh we won't have to re-visit that issue?

24 LEWIS:No. We won't revisit the issue. We can get it
25 done.

1 FISHER:OK Well you know again whatever transpires
2 between you and Don just be careful with the
3 paperwork. Don has tax issues and ahh, you know, I, I
4 would assume once you have tax issues the Service
5 looks at your returns more carefully so you guys are
6 the lawyers so I'm sure you'll figure it out, but ahh,
7 just promise me you'll, you'll be careful so. Ahem...
8 LEWIS:I never work anywhere I need the UI to provide
9 UI (laugh). OK? Little too old for that.
10 DEAN:Positive publicity...
11 FISHER:The reason he wants publicity, you know, they
12 say all publicity's good but all publicity we want is
13 positive publicity.
14 DEAN:Well one thing I'm concerned is can you promise
15 me that we can work together?
16 FISHER:Yes, I and that's, you know, frankly some, my
17 only comment about the hold up in the agreement is I
18 wanted to make sure that we, whatever I agreed to I
19 could do. Because I draw money outta my projects in
20 monthly draws or, if it's a deal in the pipe line they
21 have a pre-development line. I have to, you know,
22 there are certain requirements for me to draw off of
23 it, and it takes a few days a to do. A month in some
24 cases. And so I wanted to make sure whatever we
25 agreed to money wise 'cause you guys are making

1 whatever promises you're making down stream.

2 DEAN:You bet.

3 FISHER:You have bills to pay, ahh you know that we're

4 not into the, well I can't come up with your dollar

5 today.

6 DEAN:But we had, we came to a point there where we was

7 gonna take it out of our pocket. And ahh we had

8 everything taken care of.

9 FISHER:What, are you talking about on the 13th?

10 DEAN:Yeah.

11 FISHER:Well I'm glad you didn't take it outta your

12 pocket, 'cause I prefer just to pay along the way

13 really. Just, ahh, I think that's best for both of

14 us. Ahem, for y'all to do your part and for me to pay

15 when the agreements call for it.

16 DEAN:What, what I'd like to do is, is, is if I'm gonna

17 do business with you, I like to break bread.

18 FISHER:OK.

19 DEAN:So, I understand that you have a partner, is it

20 Saleem?

21 FISHER:Saleem, yeah.

22 DEAN:Is he here in town or?

23 FISHER:Yeah, he's here, I think he's here this week

24 yeah.

25 DEAN:When can we meet him? Talk and just....

1 FISHER:Well, you know Thursday or Friday I would think
2 would be, what's today Tuesday?
3 DEAN:It's up to John.
4 LEWIS:Thursday or Friday is good.
5 FISHER:OK.
6 DEAN:So, the only issue that we have right now is
7 25/10.
8 FISHER:Right. Or now 25/15. So, I, I'll go to 15 so.
9 DEAN:Yeah.
10 FISHER:And I'll send you the numbers and the photo of
11 what the thing looks like.
12 DEAN:Well industry standard is what?
13 FISHER:15.
14 DEAN:15? OK.
15 FISHER:Yeah. I mean I have you know CHDO's in almost
16 every project I've got, it's ahh...
17 DEAN:CHDO's?
18 FISHER:...it's always 10 to 15.
19 DEAN:You know we'll call.
20 FISHER:Oh, that's fine.
21 DEAN:He knows we'll call.
22 FISHER:That's fine.
23 DEAN:I'm gonna call Bobby (laughing).
24 FISHER:Bobby Leopold? Yeah. Well good, Bobby...
25 DEAN:UI

1 FISHER:...I think Bobby would know. I think Bobby'd
2 have a good feel for that. OK.
3 DEAN:No, I wouldn't call him 'cause I don't want him
4 to know...
5 FISHER:That we're doing business?
6 DEAN:Yes.
7 FISHER:Is he doing any business with him over there?
8 DEAN:Yeah. He doing business with them?
9 FISHER:Yeah.
10 DEAN:Yeah, mm-hmmm. But Bill you keep him broke.
11 FISHER:What?
12 DEAN:They're keeping Bobby broke.
13 FISHER:Completely.
14 DEAN:(Laughing)
15 FISHER:That's his strategy of working with his HUB
16 partners, is how poor can I make them and then he
17 discounts 'em out at the end. You know their share of
18 the fee would be 350,000 bucks but at some point you
19 know, \$100 18 months in, to pay your bills is better
20 than waiting another 6 or 8 months to get your 350 so.
21 Dean:Hmmm.
22 FISHER:And, of course, you can imagine Brian always
23 gives that image about that timeline always seemed to
24 be extended, and that's, you know, they're busy over
25 there, so some of the projects start late. So you

1 think it'll be two years and they start six months
2 late it's really 30 months for you.
3 DEAN:Yeah, UI....
4 FISHER:Bobby had a daughter and you know she had
5 ahh...
6 DEAN:She got tuition?
7 FISHER:...well, she needed money like all daughters
8 they need money so.
9 DEAN:Yeah I understand. But rest assured, what,
10 what's in this room, stays in this room. Bobby won't
11 know anything.
12 FISHER:I won't say anything to Bobby or Ron or anybody
13 else here going up and ahh...
14 DEAN:Right.
15 FISHER:...we'll just keep it between the 3 of us here.
16 DEAN:Although I hope Ron does get some business
17 because Ron and I work great together, so.
18 FISHER:Well, now you're going to bat for Ron?
19 DEAN:He and I...
20 FISHER:T&L is already getting work from us in
21 Brownsville.
22 DEAN:Right.
23 FISHER:To get them started, so ahem I'm sure that
24 hasn't changed. You know it's just, getting back to
25 Saleem, you know. Saleem's happy to get together

1 talk, you know, you've already met Dewey on the
2 construction ahh...
3 DEAN:Dewey's a nice guy.
4 FISHER:Saleem doesn't wanta hear anything about the
5 retainers, or Don Hill. That's a sore subject with
6 him, so.
7 DEAN:Well, we don't want to hear anything about it
8 either.
9 FISHER:Alright. (laughing) Alright.
10 DEAN:(Laughing)
11 LEWIS:This conversation didn't take place. Let's just
12 move forward and let's get the project done.
13 DEAN:Yeah, and just know that whenever you work with
14 us, it's a done deal.
15 FISHER:I don't doubt your ability to get it done. I
16 just wanta make sure that...
17 DEAN:We have it done, dude.
18 FISHER:People down stream from us UI, but I couldn't
19 give you 125 grand today...
20 DEAN:I know.
21 FISHER:...if I needed to.
22 DEAN:But Bill...
23 FISHER:But there's no sense...
24 DEAN:...and remember we started out at what? Where'd
25 we start?

1 FISHER:I thought 10 or 15 a deal...

2 DEAN:It was 50.

3 FISHER:Alright.

4 DEAN:And we, and we went back to where we began.

5 FISHER:Well.

6 DEAN:It's no big deal...

7 FISHER:Not only that. I think, I'm not sure how much

8 work, Suzanne, Don hadn't done much work getting the

9 council members together and one of the things that we

10 did with this 30 days is, the 13th would've required a

11 majority vote. It would have required a three

12 quarters majority. And Fantroy wasn't there, I mean,

13 a bunch of people missing. Ahem, and this way it's

14 only a majority vote so. I think you know as much as

15 I know people go along with Don in his district ahh

16 it's certainly a lot easier when it's just 8 votes

17 instead of you know 12 or 13.

18 DEAN:Hmmm. Put something in the agreement that I

19 want to follow Bill around, I want to get all of his

20 trash.

21 FISHER:My trash? (Laugh) You mean these property

22 trash? (Laugh)

23 LEWIS:No, I want your trash, I want your trash in the

24 office, them little notes that you got down the hall

25 there.

1 FISHER:You think so?

2 LEWIS:UI...

3 FISHER:You think so? I've actually you know I'm kind
4 of an electronic database guy. I make some notes for
5 these meetings, I normally go back and...

6 DEAN:We keep everything on the computer.

7 FISHER:Yeah. Which maybe not, may not certainly not
8 be good, but ahh...

9 DEAN:UI...

10 FISHER:So tune up the KDAT letter, separate it out,
11 you'll send me, you wanta send me a letter summary or
12 something? Or you just wanta go ahead and start
13 shooting me some agreements?

14 LEWIS:I'll start shooting you some agreements UI...

15 FISHER:OK.

16 LEWIS:I'll start...

17 FISHER:And then as soon as Don calls, as soon as we
18 have agreement signed as soon as Don calls Suzanne and
19 gives her the thumbs up and then I'll ahh, I'll fire
20 off the check.

21 DEAN:So, we need to have the agreement signed first?

22 FISHER:Absolutely.

23 DEAN:UI...

24 FISHER:Again, the thing's May 11 so. Let's just agree
25 it's not gonna go past the end of the month here

1 without...

2 DEAN:Bill, I'd like to make sure ahh we, 'cause I UI

3 have short time again, 'cause that really we had to

4 call in some favors.

5 FISHER:No, I knew that and I guess I...

6 DEAN:I wasted some favors.

7 FISHER:Oh, I'm sorry, I'm sorry for that so.

8 DEAN:OK. UI...

9 LEWIS:But we'll get everything done before the end of

10 the month. We'll, we'll get everything done before

11 the end of the month, and that way everybody sitting

12 back, everybody knows what the next project is.

13 FISHER:OK. Ahh what I was gonna suggest was when ahh,

14 when we're ready maybe to, we've got everything signed

15 up, we'll have to do a lunch with Comer and, you know,

16 Saleem and all of us, and ahh get ready for a bunch of

17 work to come. Yeah, 'cause if you can handle this end

18 as I'll refer to it here without being specific

19 (laughing) you know?

20 DEAN:I'm sure we can do it.....it's a, it's a done

21 deal.

22 FISHER:I understand, I understand.

23 DEAN:I just need you to handle Ron Ferguson for me.

24 FISHER:I'll take care of Ron.

25 DEAN:Take care of Ron for me.

1 FISHER:See I already told, to some extent I've already
2 told Ron from the beginning that...
3 DEAN:But Ron.....
4 FISHER:...this thing was broken up that you and
5 Charles...
6 DEAN:...doesn't care, he's gonna give me a hard time.
7 FISHER:....you and Charles had called on Dewey and
8 that Dewey was gonna give you work on the, you were
9 gonna get work on projects that we weren't gonna be
10 able to use him on.
11 DEAN:Good.
12 FISHER:So ahem he already knows that. You know he
13 wants to get credit for what you all are doing you
14 understand. He introduced me to Kevin so.
15 DEAN:Sure he does.
16 FISHER:And ahh so if it works, he'll take complete
17 credit. If it doesn't work, then....
18 (Laughing)
19 FISHER:...he had nothing to do with it but ahh...
20 LEWIS:Y'all gonna get some work off him.
21 FISHER:That's right. But ahem I'll be, we UI T&L,
22 we've worked here for a while and ahh Ron and ahh
23 Tommy here are supposed to get ahh, you know, about an
24 eleven million dollar contract in ahh Brownsville.
25 They just need to show they can get the work done and

1 punch it out in time and ahem; you know we, just think
2 about it from our view point. I mean I've got 7 jobs
3 going. Ahem when you include Brownsville and
4 Edinburgh which will start here in a couple of months.
5 You know I really don't wanta have one contractor
6 doing 7 jobs. You know I wanta spread it out anyway
7 so. It would be nice if T&L could do a couple and
8 Carlton could do a couple and ICI do a couple and ahh,
9 and ahh so on.
10 DEAN:And, and that's another thing ahh do you ever get
11 all those guys together?
12 FISHER:Ahhh...
13 DEAN:Like networking? So they can pool their
14 resources?
15 FISHER:The contractors? No. Now Dewey might, I just,
16 I just don't so.
17 DEAN:Yeah.
18 FISHER:Dewey's your best contact for that 'cause he
19 really runs the construction side.
20 DEAN:OK.
21 FISHER:And I'm primarily a finance and real estate guy
22 so.
23 DEAN:OK.
24 FISHER:I find the sites and tell people they, they
25 work financially that's right.

1 DEAN:I looked at the projects over at ahh, well this
2 is the thing in DeSoto because...
3 FISHER:Yeah, well it's actually on the border with
4 Dallas and DeSoto yeah.
5 LEWIS:That's a nice project.
6 FISHER:It's a beautiful project.
7 DEAN:I mean you should be real proud of that, real
8 proud of that.
9 FISHER:If that is as nice as they get.
10 MALE VOICE:Yeah.
11 FISHER:I tell people this is nicer than what you get
12 in North Dallas frankly.
13 DEAN:It, it's beautiful.
14 FISHER:Less density, nice, it's nice buildings both
15 interiors and exteriors that you'll find so.
16 DEAN:But once we put the agreement together, we wanta
17 sit down and we wanta roll out something to you. That
18 hey you're already doing. Heed some of the rest of
19 us.
20 FISHER:Well, that's fine as long as somebody else is
21 handling the ahh south Dallas political landscape.
22 LEWIS:Right.
23 FISHER:Yeah but the problem I have with them frankly
24 is the code, everybody's talking to me in code. If
25 they'd just say look this is, you need to hire Dave

1 and pay him \$2 and I'll do your, but everybody's got
2 to frickin' talk in, in you know...
3 DEAN:Code is coming.
4 FISHER:Well I, that's my point you know. I mean, I
5 just I don't get the code, so.
6 DEAN:We, we'll let you be the code talker.
7 (Laughter)
8 DEAN:UI virtually anything. See you're working with
9 Kathy Nealy and all those guys.
10 FISHER:That's right. And everybody's suggesting this
11 and you know some of these requests are innocuous and,
12 you know some of them I do or think they're important,
13 and others I don't. That's something I don't, I don't
14 do.
15 DEAN:You, if you were working with the movers and the
16 shakers, but, but UI...
17 FISHER:I understand.
18 LEWIS:Let's get it done guys.
19 FISHER:Alright.
20 DEAN:You got time for me?
21 LEWIS:Yeah. I just need to make a phone call.
22 DEAN:OK. Bill?
23 FISHER:Alright guys. Appreciate it, y'all have a...
24 LEWIS:UI.
25 FISHER:...great.

1 LEWIS:Same here.

2 DEAN:Oh, thanks. I just, I look forward to working
3 with you, I really do.

4 FISHER:Well we do a lot of substantial projects, and
5 if we can ahh, if you guys can kinda clear the pathway
6 for us and I can budget for it. (Laughing) I think
7 we'll be alright.

8 DEAN:UI....

9 FISHER:Hopefully not.

10 MALE VOICE:UI...

11 FISHER:Promise me, promise me there's, promise me
12 there's more money. Can't UI than that.

13 DEAN:There's more money...

14 FISHER:In the consulting right.

15 DEAN:It is.

16 FISHER:You know there's down stream expense in
17 consulting. (Laughing)

18 LEWIS:I know, I know, I know.

19 FISHER:Alright.

20 (Pause)

21 FISHER:I saw Don last, not last Friday, the Friday
22 before at ahh some pastor's birthday party in south
23 Dallas. Was kinda putting on a political rally for
24 Fantroy and Hill and ahh, ahh Maxine Reese with his
25 parishioners, so. And, of course, railing against the

1 strong mayor.

2 LEWIS:Yeah, UI politics.

3 FISHER:That's right. Well I think everybody's afraid,

4 that nobody'll come out and vote.

5 LEWIS:Yep.

6 FISHER:Alright guys.

7 LEWIS:Thanks again Bill.

8 FISHER:Thanks John.

9 LEWIS:Alright.

10 FISHER:Alright. Shoot me that stuff, let's do it

11 early, and get it done. Thanks.

12 (Opening closing vehicle door)

13 (Cell phone ringing)

14 FISHER:Yeah. Hello? Hello.

15 (Cell phone ringing)

16 END OF TAPE

17

18

19

20

21

22

23

24

25